

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

W.R. GRACE & CO., et al.,¹

Debtors.

Chapter 11

Case No. 01-01139 (JKF)
(Jointly Administered)

Objection Deadline: October 2, 2006
Hearing Date: TBD only if necessary

**SUMMARY OF APPLICATION OF FOLEY HOAG LLP
FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT
OF EXPENSES AS COUNSEL TO W.R. GRACE & CO., ET AL. FOR THE
INTERIM PERIOD FROM JULY 1, 2006 THROUGH JULY 31, 2006**

Name of Applicant:	<u>Foley Hoag LLP</u>
Authorized to Provide Professional Services to:	<u>W.R. Grace & Co., Debtors and Debtors-in-Possession</u>
Date of Retention:	<u>September 30, 2005, <i>nunc pro tunc</i> July 1, 2005</u>
Period for Which Compensation and Reimbursement is Sought:	<u>July 1, 2006 through July 31, 2006</u>

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., CPC Thomasville Corp., Gloucester New Communities Company, Inc. Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp, Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Amount of Compensation Sought as
Actual, Reasonable and Necessary:

\$7,291.20 (80% of \$9,114.00; remaining 20%
to be sought as part of quarterly application)

Amount of Expense Reimbursement Sought
as Actual, Reasonable and Necessary:

\$0

This is a X monthly quarterly X interim final application

The total time expended for fee application preparation is approximately 2.0 hours and the corresponding compensation requested is approximately \$350.00.

Prior fee applications:

Period Covered	Date Filed	Requested		Approved	
		Fees	Expenses	Fees	Expenses
08/01/05 - 08/31/05	03/28/06	\$25,669.50	\$ 34.55	\$25,669.50	\$ 34.55
09/01/05 - 09/30/05	10/31/05	\$26,289.00	\$ 11.64	\$26,289.00	\$ 11.64
10/01/05 - 10/31/05	11/28/05	\$27,633.50	\$355.67	\$27,633.50	\$355.67
11/01/05 - 11/30/05	12/28/05	\$16,109.00	\$ 18.91	\$16,109.00	\$ 18.91
12/01/05 - 12/31/05	01/31/06	\$13,522.50	\$ 3.50	\$13,522.50	\$ 3.50
01/01/06 - 01/31/06	03/27/06	\$ 9,535.50	\$ 49.85	\$ 7,628.40*	\$ 49.85
02/01/06 - 02/28/06	03/29/06	\$10,474.00	\$ 42.75	\$ 8,379.20*	\$ 42.75
03/01/06 - 03/31/06	04/28/06	\$13,346.50	\$ 48.42	\$10,677.20*	\$ 48.42
04/01/06 - 04/30/06	06/27/06	\$14,568.50	\$ 2.24	\$11,654.80*	\$ 2.24
05/01/06 - 05/31/06	06/28/06	\$28,346.50	\$219.20	\$22,677.20*	\$219.20
06/01/06 - 06/30/06	07/31/06	\$22,530.00	\$ 24.92	\$18,024.00*	\$ 24.92


* 80% approved; remaining 20% to be sought as part of quarterly application.

The Foley Hoag attorneys who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$465.00	19.6	\$9,114.00
TOTAL				19.6	\$9,114.00

No expenses were incurred on behalf of the Debtors in these cases during the Fee Period.

Respectfully submitted,

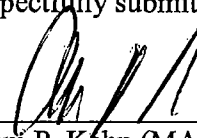

 Adam P. Kahn (MA BBO # 561554)
 Foley Hoag LLP
 Seaport World Trade Center West
 155 Seaport Boulevard
 Boston, MA 02210-2600
 (617) 832-1000

Dated: September 5, 2006

RULE 2016-2(f) CERTIFICATION

I, Adam P. Kahn, have reviewed the requirements of Rule 2016-2 and certify that the Summary of Application of Foley Hoag LLP for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to W.R. Grace & Co., et al., for the Interim Period from July 1, 2006 through July 31, 2006 complies with the Rule.

Respectfully submitted,



Adam P. Kahn (MA BBO # 561554)
Foley Hoag LLP
Seaport World Trade Center West
155 Seaport Boulevard
Boston, MA 02210-2600
(617) 832-1000

Dated: September 5, 2006

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

W.R. GRACE & CO., et al.,¹

Debtors.

Chapter 11

Case No. 01-01139 (JKF)
(Jointly Administered)

Objection Deadline: October 2, 2006
Hearing Date: TBD only if necessary

**FEE DETAIL FOR FOLEY HOAG LLP'S MONTHLY FEE APPLICATION FOR THE
PERIOD OF JULY 1, 2006 THROUGH JULY 31, 2006**

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., CPC Thomasville Corp., Gloucester New Communities Company, Inc. Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp, Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Matter 88 - Acton Site OU3**Fees**

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$465.00	13.8	\$6,417.00
TOTAL				13.8	\$6,417.00



Adam P. Kahn
617-832-1206
Boston

W.R. Grace & Co.

August 28, 2006
Invoice No.: 367669
Matter No.: 08743.00088

Re: Acton Site OU3

For Professional Services rendered through July 31, 2006

Fees	\$6,417.00
Total Fees and Disbursements	<u>\$6,417.00</u>

Matter No.: 08743.00088
 Re: Acton Site OU3

Invoice No.: 367669
 August 28, 2006
 Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>
07/06/06	Jaffe	Team telephone conference with EPA and prepare for same (3.8).	3.8
07/10/06	Jaffe	Review revised scope of work (1.6).	1.6
07/11/06	Jaffe	Review Environmental Notification from Acton and email to team regarding same (0.4); review revised scope of work (1.1).	1.5
07/13/06	Jaffe	Team telephone conference with EPA regarding scope of work and prepare for same (2.7); emails with team regarding further revisions to scope (0.5); research regarding financial assurance issues and email to client regarding same (0.6).	3.8
07/14/06	Jaffe	Emails with team regarding scope of work (0.3).	0.3
07/17/06	Jaffe	Review 1998 letters to and from EPA and draft cover letter for SOW and emails with team regarding same (0.8); review revised SOW language and team emails regarding same (0.3).	1.1
07/18/06	Jaffe	Emails with team (0.3).	0.3
07/24/06	Jaffe	Revise draft scope of work and emails with team regarding same (0.8).	0.8
07/25/06	Jaffe	Emails with team (0.3).	0.3
07/28/06	Jaffe	Email with Ms. Johns regarding EPA approval process (0.3).	0.3
Total Hours			13.8

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Matter No.: 08743.00088
Re: Acton Site OU3

Invoice No.: 367669
August 28, 2006
Page 3

TIMEKEEPER SUMMARY

Timekeeper
Jaffe

Hours
13.8

Total Fees **\$6,417.00**

Total Fees **\$6,417.00**
Total Fees and Disbursements **\$6,417.00**

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**FOLEY
HOAG** LLP
ATTORNEYS AT LAW

Adam P. Kahn
617-832-1206
Boston

REMITTANCE PAGE

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W.R. Grace & Co.

August 28, 2006
Invoice No.: 367669
Matter No.: 08743.00088

Re: Acton Site OU3

Total Fees and Disbursements

\$6,417.00

Remittance Address:

Foley Hoag LLP
Box 83176
Woburn, MA 01813-3176

Fed-Ex Remittance Address:

Foley Hoag LLP
Box 83176
100 Maple Street
Stoneham, MA 02180-3125

Federal Tax ID : 04-2150535

Wire Instructions:

Citizens Bank
1 Citizens Drive
Providence, RI 02915

ABA: 011500120

Swift #: CTZIUS33

Account # 1133945993

Beneficiary: Foley Hoag LLP – Wire Receipt
Account

Reference
Information:

Client/Matter #: 08743.00088, Invoice #: 367669
Billing Attorney: Adam P. Kahn
Wire Originator: W.R. Grace & Company

Matter 93 - Concord Landfill Closure**Fees**

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$465.00	3.8	\$1,767.00
TOTAL				3.8	\$1,767.00



Adam P. Kahn
617-832-1206
Boston

W.R. Grace & Co.

August 28, 2006
Invoice No.: 367670
Matter No.: 08743.00093

Re: Concord Landfill Closure

For Professional Services rendered through July 31, 2006

Fees	\$1,767.00
Total Fees and Disbursements	<u>\$1,767.00</u>

Matter No.: 08743.00093
Re: Concord Landfill Closure

Invoice No.: 367670
August 28, 2006
Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>
07/05/06	Jaffe	Emails with Ms. Johns regarding wetlands issues (0.5).	0.5
07/07/06	Jaffe	Emails with team regarding endangered species issues (0.8).	0.8
07/13/06	Jaffe	Review draft endangered species report and emails with team regarding same (0.8).	0.8
07/17/06	Jaffe	Review revised draft endangered species report and team emails regarding same (0.6).	0.6
07/31/06	Jaffe	Review, revise revised draft mussel report and emails with team regarding same (1.1).	1.1
Total Hours			3.8

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Matter No.: 08743.00093
Re: Concord Landfill Closure

Invoice No.: 367670
August 28, 2006
Page 3

TIMEKEEPER SUMMARY

Timekeeper
Jaffe

Hours
3.8

Total Fees

\$1,767.00

Total Fees

\$1,767.00

Total Fees and Disbursements

\$1,767.00

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**FOLEY
HOAG** LLP
ATTORNEYS AT LAW

Adam P. Kahn
617-832-1206
Boston

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W.R. Grace & Co.

August 28, 2006
Invoice No.: 367670
Matter No.: 08743.00093

Re: Concord Landfill Closure

Total Fees and Disbursements

\$1,767.00

Remittance Address:

Foley Hoag LLP
Box 83176
Woburn, MA 01813-3176

Fed-Ex Remittance Address:

Foley Hoag LLP
Box 83176
100 Maple Street
Stoneham, MA 02180-3125

Federal Tax ID : 04-2150535

Wire Instructions:

Citizens Bank
1 Citizens Drive
Providence, RI 02915

ABA: 011500120

Swift #: CTZIUS33

Account # 1133945993

Beneficiary: Foley Hoag LLP – Wire Receipt
Account

Reference
Information:

Client/Matter #: 08743.00093, Invoice #: 367670
Billing Attorney: Adam P. Kahn
Wire Originator: W.R. Grace & Company

Matter 100 - Woburn Lease Environmental Issues**Fees**

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$465.00	0.8	\$372.00
TOTAL				0.8	\$372.00



Adam P. Kahn
617-832-1206
Boston

W.R. Grace & Co.

August 28, 2006
Invoice No.: 367671
Matter No.: 08743.00100

Re: Woburn Lease Environmental Issues

For Professional Services rendered through July 31, 2006

Fees	\$372.00
Total Fees and Disbursements	<u>\$372.00</u>

Matter No.: 08743.00100
Re: Woburn Lease Environmental Issues

Invoice No.: 367671
August 28, 2006
Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>
07/05/06	Jaffe	Review revised draft Investigation Plan (0.8).	0.8
Total Hours			0.8

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Matter No.: 08743.00100
Re: Woburn Lease Environmental Issues

Invoice No.: 367671
August 28, 2006
Page 3

TIMEKEEPER SUMMARY

Timekeeper
Jaffe

Hours
0.8

Total Fees

\$372.00

Total Fees

\$372.00

Total Fees and Disbursements

\$372.00

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**FOLEY
HOAG** LLP
ATTORNEYS AT LAW

Adam P. Kahn
617-832-1206
Boston

REMITTANCE PAGE

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W.R. Grace & Co.

August 28, 2006
Invoice No.: 367671
Matter No.: 08743.00100

Re: Woburn Lease Environmental Issues

Total Fees and Disbursements

\$372.00

Remittance Address:

Foley Hoag LLP
Box 83176
Woburn, MA 01813-3176

Fed-Ex Remittance Address:

Foley Hoag LLP
Box 83176
100 Maple Street
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Account # 1133945993

Beneficiary: Foley Hoag LLP – Wire Receipt
Account

Reference
Information:

Client/Matter #: 08743.00100, Invoice #: 367671
Billing Attorney: Adam P. Kahn
Wire Originator: W.R. Grace & Company

Matter 101 - Bankruptcy Matters**Fees**

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$465.00	1.2	\$558.00
TOTAL				1.2	\$558.00



Adam P. Kahn
617-832-1206
Boston

W.R. Grace & Co.

August 28, 2006
Invoice No.: 367674
Matter No.: 08743.00101

Re: Bankruptcy Matters

For Professional Services rendered through July 31, 2006

Fees	\$558.00
Total Fees and Disbursements	<u>\$558.00</u>

Matter No.: 08743.00101
Re: Bankruptcy Matters

Invoice No.: 367674
August 28, 2006
Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>
07/24/06	Jaffe	Quarterly fee application (1.2).	1.2
Total Hours			1.2

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Matter No.: 08743.00101
Re: Bankruptcy Matters

Invoice No.: 367674
August 28, 2006
Page 3

TIMEKEEPER SUMMARY

Timekeeper
Jaffe

Hours
1.2

Total Fees

\$558.00

Total Fees

\$558.00

Total Fees and Disbursements

\$558.00

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Adam P. Kahn
617-832-1206
Boston

REMITTANCE PAGE

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W.R. Grace & Co.

August 28, 2006
Invoice No.: 367674
Matter No.: 08743.00101

Re: Bankruptcy Matters

Total Fees and Disbursements

\$558.00

Remittance Address:

Foley Hoag LLP
Box 83176
Woburn, MA 01813-3176

Fed-Ex Remittance Address:

Foley Hoag LLP
Box 83176
100 Maple Street
Stoneham, MA 02180-3125

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Beneficiary: Foley Hoag LLP – Wire Receipt
Account

Reference
Information:

Client/Matter #: 08743.00101, Invoice #: 367674
Billing Attorney: Adam P. Kahn
Wire Originator: W.R. Grace & Company

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
W. R. GRACE & CO., <u>et al.</u> , ¹)	Case No. 01-1139 (JKF)
)	Jointly Administered
Debtors.)	

AFFIDAVIT OF SERVICE

STATE OF DELAWARE)
)SS
COUNTY OF NEW CASTLE)

Michele Santore, being duly sworn according to law, deposes and says that she is employed by the law firm of Pachulski Stang Ziehl Young Jones & Weintraub LLP, co-counsel for the Debtors, in the above-captioned action, and that on the 11th day of September 2006 she caused a copy of the following document(s) to be served upon the attached service list(s) in the manner indicated:

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

1. Summary of Application of Foley Hoag LLP for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to W.R. Grace & Co., et al. for the Interim Period from July 1, 2006 Through July 31, 2006

Dated: September 11, 2006


Michele Santore

Sworn to and subscribed before
me this 11th day of September, 2006


Notary Public

My Commission Expires: 2-20-08

DIANE K. POTTS
NOTARY PUBLIC
STATE OF DELAWARE
My Commission Expires Feb. 20, 2008

Grace Fee Application Service List
Case Number: 01-1139 (JKF)
Document Number: 45804
01 – Hand Delivery
02 – Federal Express
14 - E-Mail

smcfarland@pszyj.com
(Counsel to Debtors and Debtors in Possession)
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Wilmington, DE 19899

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Wilmington, DE 19801

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Klett Rooney Lieber & Schorling

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James H.M. Sprayregen, P.C.
James Kapp, III, Esquire
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(Official Committee of Personal Injury
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Elihu Inselbuch, Esquire
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Creditors)

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Claimants)

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